

# EXHIBIT I

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1		
2		
3	November 18, 2024	3
4	10:24 a.m.	4
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7	Videotaped Deposition of NICOLAS	7
8	BERNARD BAUM, held at the offices of	8
9	Lexitas Legal, 420 Lexington Avenue,	9
10	New York, New York, before Kristin Koch, a	10
11	Registered Professional Reporter, Registered	11
12	Merit Reporter, Certified Realtime Reporter	12
13	and Notary Public of the State of New York.	13
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1	A P P E A R A N C E S :	1
2		2
3		3
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5	Attorneys for Plaintiffs	5
6	500 Seventh Avenue	6
7	New York, New York 10018	7
8	BY: RAPHAEL JANOVE, ESQ.	8
9	LIANA VITALE, ESQ. (Via Zoom)	9
10	SAM SHARFSTEIN, Paralegal	10
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12		12
13	DTO LAW	13
14	Attorneys for GiftRocket Defendants	14
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16	Los Angeles, California 90017	16
17	BY: MEGAN O'NEILL, ESQ.	17
18	- and -	18
19	307 Fifth Avenue	19
20	New York, New York 10016	20
21	KEVIN WESTERMAN, ESQ.	21
22		22
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1 A. Ben and Kapil together manage some HR 2 functions, but no, Ben doesn't own -- specifically 3 own HR.  4 Q. Who supervises Ben Kubic? 5 A. I do.  6 Q. Okay. Let's turn to -- 7 MS. O'NEILL: We have been going a 8 while.  9 MR. JANOVE: We can take a break 10 actually. Let's go off the record.  11 THE VIDEOGRAPHER: We are going off 12 record at 4:32 p.m. This marks the end of 13 media 4.  14 (Recess was taken from 4:32 to 4:43.)  15 THE VIDEOGRAPHER: We are back on the 16 record at 4:43 p.m. This marks the beginning 17 of media 5.  18 MR. JANOVE: Okay. Let's turn to 19 what we will mark as Exhibit 71. This is 20 GR 0050510.  21 (Exhibit 71, GiftRocket Wind Down, 22 Bates stamped GR 0050510, marked for 23 identification.)  24 (Document review.)  25 THE WITNESS: Okay.	1 Q. How did you share this document with 2 your team? 3 A. It was a post in Slack that referenced 4 this page so people could click through and see 5 it. 6 Q. And is there a Slack conversation 7 regarding this post? 8 A. There is one post that's very brief, it 9 says: Hey, everyone, we are -- something to the 10 effect of we have decided to wind down GiftRocket, 11 more info here. 12 Q. Are individuals responding to your post 13 in Slack? 14 A. No. 15 Q. Are you going to have a meeting to 16 discuss this with your employees? 17 A. No. 18 Q. Have you received questions from your 19 employees regarding the GiftRocket wind-down? 20 A. No. There hasn't been a response on 21 Slack or within this document. Most everyone 22 within the organization has limited familiarity 23 with -- with the GiftRocket business. 24 Q. What is the title of this document? 25 A. GiftRocket Wind Down.
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1 BY MR. JANOVE:  2 Q. What is this document? 3 A. It is a document that was shared with 4 the team about winding down the GiftRocket 5 business.  6 Q. When was this document created? 7 A. The file itself, as you can see on the 8 document, was November 10th, but it was revised to 9 its final state by November 14th and shared with 10 the team on November 14th of this year.  11 Q. Who did you -- you mentioned sharing 12 this with the team. Who did you share it with? 13 A. I shared it with everyone who is 14 involved with Tremendous -- with the Tremendous 15 business, with Tremendous Parent, Inc., which is 16 the holding company, everyone who owns -- is 17 currently engaged working on the Tremendous 18 business.  19 Q. Did you create this document? 20 A. I did. 21 Q. Did anyone help you -- anyone else help 22 you write this document? 23 A. I -- Kapil gave some -- some feedback 24 about the content and I shared it with the -- with 25 DTO as well.	1 Q. And what is the title of the first 2 subheading? 3 A. Farewell GiftRocket. 4 Q. What does the first sentence below that 5 say? 6 A. "We've decided to shut down GiftRocket, 7 the original business Kapil and Nick founded in 8 2010." 9 Q. When you write "we've decided," who is 10 we? 11 A. Me and Kapil. 12 Q. When did you decide to shut down 13 GiftRocket? 14 MS. O'NEILL: Objection to form. 15 A. A few weeks ago. 16 Q. And why did you wait until November 17 10th to create this document, if you had made the 18 decision a few weeks prior? 19 MS. O'NEILL: Objection to form. 20 A. It was created, in my opinion, on a 21 relatively short -- short time frame. 22 Q. And why did you distribute it on 23 November 14th? 24 MS. O'NEILL: Objection to form. I 25 would instruct you to not reveal any

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<p>1 business that's on the Google Places API, which is 2 millions of businesses in the United States. Are 3 you referring to every single business on the 4 Google Places API?</p> <p>5 Q. Do you ask the businesses on the Google 6 API whether they wanted to be listed on 7 GiftRocket.com?</p> <p>8 A. The millions of businesses on Google 9 Places API, no.</p> <p>10 Q. Before Google API, how did you get 11 business information on the website?</p> <p>12 MS. O'NEILL: Objection to form.</p> <p>13 A. We used the Yelp API.</p> <p>14 Q. And the Yelp API allowed you to list 15 millions of businesses on GiftRocket.com?</p> <p>16 MS. O'NEILL: Objection to form.</p> <p>17 A. What do you mean by allow to list 18 businesses? There was an agreement between 19 GiftRocket and Yelp to use their API and they had 20 an understanding of the application, but I'm not 21 sure what you mean by allow.</p> <p>22 Q. So you populated -- before Google 23 Places, you populated SEO pages using Yelp's 24 information; is that correct?</p> <p>25 A. That's correct.</p>	<p>1 0038212. Just take a moment. 2 (Document review.) 3 A. Okay. 4 Q. What is this document? 5 A. It's a communication between me, Kapil 6 Kale and Ben Plessner. 7 Q. And what's the date? 8 A. May 15th, 2016. 9 Q. Do you see Kapil posts a URL at 10 1:37 p.m., giftrocket.com/gift-card/massage-by- 11 melissa-paul-turlock, do you see that? 12 A. I do. 13 Q. Does that URL refer to an SEO page? 14 MS. O'NEILL: Objection to form. 15 A. It refers to a landing page where a 16 customer could purchase -- could make a purchase. 17 Every page on GiftRocket is -- is accessible, or 18 most pages. Many pages are accessible via Google 19 search, even the home page. By SEO page you mean 20 the one where it's like a business landing page, 21 then yes. 22 Q. So if someone searched for Massage by 23 Melissa maybe using the phrase "gift card," it's 24 potential that there would be a Google search 25 result with this link directing them to this page</p>
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<p>1 Q. So did you -- before Google Places API 2 when you were using Yelp, did you ask businesses 3 for consent before you generated the SEO pages?</p> <p>4 MS. O'NEILL: Objection to form.</p> <p>5 A. No, we didn't ask businesses for 6 consent.</p> <p>7 Q. Have you ever considered asking 8 businesses for consent?</p> <p>9 A. It's infeasible that we would ask 10 millions of businesses for consent, and just as 11 Yelp, for example, does not ask every single 12 business for consent to be listed, or Google 13 Places. It's not practical.</p> <p>14 Q. Have businesses been angry that they 15 were listed on GiftRocket.com without consent?</p> <p>16 MS. O'NEILL: Objection to form.</p> <p>17 A. We have received communications from 18 businesses that have asked to be removed for some 19 individual -- I don't know what qualifies 20 specifically as angry, but there are businesses 21 who preferred not to be listed on the website and 22 our practice was to remove them promptly when they 23 reached out.</p> <p>24 Q. Okay. Let's take a look at what's been 25 previously marked as Exhibit 2. This is GR</p>	<p>1 on GiftRocket.com? 2 A. It's possible. 3 Q. We just don't know what the result 4 might be? 5 A. Correct. 6 Q. Then Kapil says: "Let's just remove 7 this business?" Do you see that? 8 A. Yes. 9 Q. So he is saying that someone -- that 10 you should remove this landing page; correct? 11 A. Yes. 12 Q. Okay. Then do you see a little bit 13 lower: "Yeah, taking down seems right. We might 14 also want to have "@support" add that "We cannot 15 find a request from that particular business, but 16 we've gone ahead and turned off that page)." And 17 then Ben says: "That article from CNN is 18 terrifying. I deleted that business." 19 Do you recall what this article is 20 referring to? 21 A. No. 22 Q. Okay. At the bottom do you see -- what 23 do you write at 3:53 p.m.? 24 A. "I don't like mentioning publicly that 25 we remove businesses."</p>

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1 purchase. Now, for Google we don't know exactly  
 2 how many are listed. I think there is some query  
 3 that you can do in Google to get a sense of  
 4 broadly how many pages are indexed for a specific  
 5 website. That might give some rough  
 6 approximation.

7 MS. O'NEILL: We are at the seven-hour  
 8 mark by our records. I don't know if you  
 9 show something different.

10 THE VIDEOGRAPHER: 7:01 I have.

11 MS. O'NEILL: Yes, that's a wrap.

12 (Continued on next page to include  
 13 jurat.)

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## C E R T I F I C A T E

3 STATE OF NEW YORK )

) ss.:

5 COUNTY OF NASSAU )

6

7 I, KRISTIN KOCH, a Notary Public  
 8 within and for the State of New York, do  
 9 hereby certify:

10 That NICOLAS BERNARD BAUM, the  
 11 witness whose deposition is hereinbefore  
 12 set forth, was duly sworn by me and that  
 13 such deposition is a true record of the  
 14 testimony given by such witness.

15 I further certify that I am not  
 16 related to any of the parties to this  
 17 action by blood or marriage; and that I am  
 18 in no way interested in the outcome of this  
 19 matter.

20 IN WITNESS WHEREOF, I have hereunto  
 21 set my hand this 27th day of November,  
 22 2024.

23 *Kristin Koch*

24 -----  
 25 KRISTIN KOCH, RPR, RMR, CRR

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1 MR. JANOVE: All right.

2 MS. O'NEILL: And I'd like to have the  
 3 opportunity to review transcript, the witness  
 4 I mean.

5 THE VIDEOGRAPHER: Does anyone else  
 6 have anything?

7 MS. TONN: No.

8 THE VIDEOGRAPHER: Are we all set to go  
 9 off?

10 MS. O'NEILL: Yes.

11 THE VIDEOGRAPHER: This concludes  
 12 today's testimony of Nicolas Baum. We are  
 13 going off the record at 7:22 p.m. This also  
 14 concludes media 7.

15 (Time noted: 7:22 p.m.)

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1 -----I N D E X-----  
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WITNESS	EXAMINATION BY	PAGE
NICOLAS BERNARD BAUM	MR. JANOVE	6

5 -----EXHIBITS-----  
 6

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